

# EXHIBIT 2

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

MISH INTERNATIONAL MONETARY, INC., }  
on behalf of itself and all others }  
similarly situated, }  
  
Plaintiff, }  
  
vs. } No. 20 C 4577  
  
VEGA CAPITAL LONDON, LTD., et al., } Chicago, Illinois  
Defendants. } May 30, 2024  
9:30 o'clock a.m.

**TRANSCRIPT OF PROCEEDINGS -  
Telephone Motion Hearing and Ruling  
BEFORE THE HONORABLE MANISH S. SHAH**

**APPEARANCES (Telephonically):**

For the Plaintiff: LOVELL STEWART HALEBIAN JACOBSON, LLP  
BY: MR. CHRISTOPHER M. McGRATH  
MR. CHRISTOPHER LOVELL  
500 Fifth Avenue, Suite 2440  
New York, New York 10110  
(212) 608-1900

For Defendants Vega  
Capital London and  
Adrian Spires: AKERMAN, L.L.P.  
BY: MR. MICHAEL P. KELLY  
750 Ninth Street, Suite 750  
Washington, D.C. 20001  
(202) 824-1716

AKERMAN, L.L.P.  
BY: MS. AMY GRAHAM DOEHRING  
MR. SHAWN M. TAYLOR  
71 South Wacker Drive, 47th Floor  
Chicago, Illinois 60606  
(312) 634-5700

1 APPEARANCES (Continued - Telephonically):  
23 For Defendants Vega AKERMAN, L.L.P.  
4 Capital London and BY: MR. JOEL S. FORMAN  
Adrian Spires (Cont'd): 520 Madison Avenue, 20th Floor  
New York, New York 10022  
(212) 259-87606 DOWD BENNETT, L.L.P.  
7 BY: MS. MICHELLE NASSER  
8 7676 Forsyth Boulevard, Suite 1900  
St. Louis, Missouri 63105  
(314) 889-73009 For the Trader DECHERT, L.L.P.  
10 Defendants: BY: MR. MATTHEW MAZUR  
11 1095 Avenue Of The Americas  
Three Bryant Park  
12 New York, New York 10036  
(212) 698-350013 For Subpoena Respondent/ LOCKE LORD, L.L.P.  
14 Nonparty Vitol, Inc.: BY: MR. P. RUSSELL PERDEW  
MS. BELLA SEEBERG  
15 111 South Wacker Drive  
Chicago, Illinois 60606  
16 (312) 443-171217 For Subpoena Respondent/ HERBERT SMITH FREEHILLS NEW YORK, LLP  
18 Nonparty Glencoe, Ltd.: BY: MR. PETER BEHMKE  
200 Park Avenue, 16th Floor  
19 New York, New York 10166  
(917) 542-761122 COLLEEN M. CONWAY, CSR, RMR, CRR  
23 Official Court Reporter  
24 219 South Dearborn Street, Room 1918  
Chicago, Illinois 60604  
(312) 435-5594  
25 *colleen.conway@ilnd.uscourts.gov*

1 (Proceedings heard telephonically:)

2 THE COURT: Good morning. This is Judge Shah.

3 The clerk will call the case.

4 THE CLERK: 20 CV 4577, Mish International Monetary  
5 versus Vega Capital.

6 THE COURT: Good morning, everyone. I understand  
7 that counsel of record have their appearances noted with our  
8 court reporter, so I am not going to run through the roll call  
9 this morning.

10 I want to start with the motion to lift the  
11 confidentiality designations on Dr. Pirrong's deposition.

12 I saw plaintiff's response. Plaintiff takes no  
13 position on the motion. No one thinks that these pages, pages  
14 534, 548, 549, 550, and 551, contain secrets that must be kept  
15 from the public in this litigation. So the motion is granted.

16 Let me ask counsel for Vega and Spires what you think  
17 about lifting the confidentiality designations on paragraphs  
18 334 to 337 of Dr. Pirrong's report, putting aside the question  
19 of whether you need to attach those paragraphs to any kind of  
20 filing in any other motion practice. But does Vega and  
21 Defendant Spires have any objection to lifting the  
22 confidentiality designations of those paragraphs?

23 MR. KELLY: Good morning, Your Honor. This is  
24 Michael Kelly for Vega.

25 And we don't have an objection to lifting the

1 confidentiality restrictions on those four paragraphs.

2 THE COURT: And on behalf of Plaintiff Mish, confirm  
3 for me that you, too, are comfortable lifting those  
4 confidentiality designations of those paragraphs.

5 I think that was the import of your response, but  
6 just making sure I am on the same page.

7 MR. McGRATH: Yes, Your Honor. This is Chris  
8 McGrath.

9 That's correct. We don't think that there's anything  
10 in those paragraphs that reflects any confidential information  
11 from any party or nonparty.

12 THE COURT: So then I will lift the confidentiality  
13 designations on paragraphs 334 to 337 of Dr. Pirrong's report.

14 On behalf of Mish, is there any reason to keep your  
15 current pending motion to seal your response, is there any  
16 reason to keep that under seal anymore? Can I deny that motion  
17 and unseal it as well?

18 MR. McGRATH: Well, yes, Your Honor, is the short  
19 answer. However, I think there are -- we submitted those  
20 paragraphs, but there's also some additional paragraphs that  
21 come before 334 and some that come after 337 that I think do  
22 need to be redacted.

23 Those aren't the paragraphs we're requesting to  
24 unseal, but they just happen to be on the pages, so to --

25 THE COURT: I did see that, I did see that, and I was

1 wondering if those other paragraphs mattered or not for sealing  
2 purposes. If that's your position, that's fine.

3 What I am going to do is, I'll grant the motion to  
4 file your response under seal and just leave it at that.

5 The motion, Vega's motion, as I just said, is  
6 granted. Those paragraphs -- in addition, those paragraphs are  
7 also lifted from the confidentiality designation, and the  
8 parties can just proceed accordingly.

9 I won't worry about sealing other redactions on  
10 plaintiff's response. We'll just keep it sealed for now, and  
11 we'll sort it out eventually.

12 Let me give you a ruling on the motions, the pending  
13 motions to quash and compel. And this relates to Vitol and  
14 Glencore.

15 Although there are other subpoena respondents who  
16 have worked out compliance with subpoenas, I am persuaded that  
17 Vitol's and Glencore's roles in the market make them different  
18 and increases the potential relevance of their participation  
19 and their insight into the events surrounding the May 2020 WTI  
20 futures contract. Vitol's and Glencore's evidence may have  
21 value that isn't already covered by other subpoena respondents.

22 I also agree with Vega that the protective order can  
23 mitigate the competitive risk. Ultimately, the information  
24 will likely be mediated through expert testimony, which can  
25 also separate the most sensitive information from falling into

1 the hands of the defendants themselves. That the experts are  
2 also consultants in the industry doesn't persuade me that they  
3 can't comply with the terms of a protective order. So  
4 relevance and confidentiality don't suffice to forgive Glencore  
5 and Vitol from complying with the subpoenas entirely.

6 I am not persuaded that the requested evidence will  
7 move the needle much on the typicality question. Looking at  
8 plaintiff's proposed class definition, it seems unlikely to me  
9 that the vagaries of a putative class member's trading  
10 strategies or patterns will affect the decision on whether  
11 plaintiff has a typical claim about defendants' conduct as  
12 compared to anyone else who sold a May 2020 contract between  
13 9:00 a.m. and 1:30 p.m. to liquidate a long position.

14 But Vitol and Glencore are nonparties, and burdening  
15 them with discovery should come with some extra caution. The  
16 way to account for their burden, relevance, and confidentiality  
17 concerns is to sharply curtail and limit the scope of  
18 information to be provided in response to the subpoenas.

19 Vega doesn't need the trades. Vega has plenty of  
20 trading data. And I am persuaded that it doesn't make sense to  
21 group Vitol's trades, for example, under one umbrella, given  
22 that individual traders are doing their own thing. What is  
23 most relevant to Vega is why the price went negative and why  
24 these oil traders didn't seize on the negative price to make  
25 profitable trades. Internal documents or communications about

1 that also happen to be the most proprietary or competitively  
2 sensitive from Vitol's or Glencore's perspective. Vega already  
3 has access to information to explain why the May contract was  
4 undesirable. But corroboration is relevant. The stakes are  
5 high in this case, and all parties and respondents can bear the  
6 expense of some discovery without disruption. Vitol's and  
7 Glencore's perception of the market and their understanding of  
8 storage capacity at Cushing are relevant to Vega's theories,  
9 and that's different than evidence of actual capacity.

10 Vega's request for information "sufficient to show"  
11 is an effort to limit burden on the subpoena respondents, and  
12 subpoena respondents can make a sufficient showing with, I  
13 conclude, minimal burden and minimal revelation of  
14 competitively sensitive information, as I'll describe.

15 So after balancing all of the requisite interests  
16 here, I am ordering the subpoena respondents, Vitol and  
17 Glencore, to respond on three topics and produce documents on  
18 three topics:

19 No. 1, documents sufficient to show your  
20 understanding of storage at Cushing for the May WTI contract as  
21 of April 20, 2020;

22 2. Documents sufficient to show whether and when you  
23 thought the price for the May WTI contract would go negative.  
24 You don't need to produce documents explaining in depth how or  
25 why you knew that, but some indicia of the basis for that

1 belief; if it existed, that belief;

2                 Finally, No. 3, documents sufficient to show your  
3 communications with CME, the New York Mercantile Exchange, or  
4 the Intercontinental Exchange about the May 2020 WTI contract,  
5 limited to notices received from those entities, your responses  
6 to those entities, and correspondence with those entities about  
7 the April 20, 2020 and April 21, 2020 trading in the May 2020  
8 WTI contract.

9                 Stepping back a bit. I suspect there are executive  
10 summaries of Glencore's and Vitol's understanding and reaction  
11 to the May 2020 WTI futures contract, and that's what should be  
12 produced.

13                 Again, to give you a sense of where I am coming from,  
14 I agree with Vega that it's reasonable to expect that, for  
15 example, Vitol's CEO received some sort of briefing, and that  
16 kind of document would be sufficient to comply with my order.

17                 Notwithstanding the protection of the protective  
18 order, subpoena respondents can redact analysis. I am not  
19 turning third parties into unretained experts here.

20                 I am inclined to give the subpoena respondents about  
21 five weeks to comply. Hopefully, you can comply sooner than  
22 that.

23                 And I also would expect that you may need to meet and  
24 confer and discuss a little bit. And, hopefully, you don't  
25 need more direction from me in light of this ruling, but you

1 may.

2 I am not awarding any fees or costs in connection  
3 with any of these motions because both sides were substantially  
4 justified in their positions.

5 Let me pause here and ask counsel for Vitol if five  
6 weeks is a reasonable deadline for you to synthesize what I  
7 have just said and comply with it.

8 MR. PERDEW: Good morning, Your Honor. Russell  
9 Perdew on behalf of Vitol. Thank you for the chance to be  
10 here.

11 I believe it is. I would like to just touch base  
12 with my client, and I guess I don't want to rule out the  
13 possibility that some issue might come up, but five weeks seems  
14 appropriate, and so I am going to do everything I can to make  
15 sure that we can comply in that time.

16 THE COURT: Given the Fourth of July holiday here, I  
17 will bump that out to Tuesday, July 9th for compliance.

18 Let me ask counsel for Glencore whether you have any  
19 issues with that timetable?

20 MR. BEHMKE: Thank you, Your Honor. Peter Behmke on  
21 behalf of Glencore.

22 I don't believe we'll have any issues with that  
23 timetable. I do think it's appropriate. Although, I'll need  
24 to consult with my client on the specifics.

25 Your Honor, I do have a question about the protective

1 order, if it's appropriate to raise that now.

2 THE COURT: Sure. Go ahead.

3 MR. BEHMKE: Okay. So under the protective order, as  
4 I understand it, there's no limitation on the ability of, say,  
5 the defendants or the plaintiffs to take the Glencore-produced  
6 information and put it in front of a witness, including a  
7 third-party witness, at a deposition. So, for example, they  
8 could take the Glencore documents and put it in front of the  
9 head trader for Exxon and ask them whether, you know, they had  
10 a similar view or, you know, et cetera.

11 Would it be possible -- perhaps we can do this  
12 offline. But I'd like the opportunity to meet and confer with  
13 the parties to negotiate some -- you know, some additional  
14 restrictions and limitations to the protective order, just to  
15 make sure that -- you know, that that sort of information is  
16 not going to, you know, its competitors.

17 I understand that, of course, the witness is not  
18 allowed to, quote-unquote, use that information for any  
19 business purpose, but, you know, of course, once, you know, a  
20 trader sees it, it's hard to forget it in the course of -- you  
21 know, when they go back to work the next day.

22 So that's one example. I think --

23 THE COURT: Understood.

24 MR. BEHMKE: -- there are a couple other issues --

25 THE COURT: Let me --

1                   MR. BEHMKE: -- (inaudible) we need to produce.

2                   THE COURT: Understood. Let me interrupt just to  
3 say, I will -- part of why I thought five weeks is an  
4 appropriate timetable here is I anticipate some meeting and  
5 conferring and seeing if you can't work something out,  
6 including on whether any additional provisions of the  
7 protective order ought to be in place.

8                   For your purposes moving forward, I will say that I  
9 understand those concerns. Likely, there are ways to limit  
10 exposure or examination of the information. The terms of the  
11 protective order are likely good enough in most instances, but  
12 if there are particular concerns, first, try to work it out  
13 with the parties; and if you can't, let me know, and I'll see  
14 if I can help with a concrete -- if there is a concrete issue  
15 or an example.

16                  A lot of this is going to depend on what the  
17 information ultimately is that is produced. I have tried to  
18 keep it fairly narrow and what I expect to be ultimately not  
19 particularly controversial, especially with the passage of  
20 time.

21                  So you'll have to think through all of those issues.  
22 But yes, you have time to meet and confer and think about  
23 whether the protective order needs any adjustments.

24                  Let me ask --

25                  MR. BEHMKE: Thank you.

1                   THE COURT: -- Vega, counsel for Vega if there are  
2 any issues you have with that timetable that I just gave the  
3 subpoena respondents?

4                   MR. KELLY: We do not. Thank you, Your Honor.

5                   THE COURT: For the -- well, let me just provide the  
6 conclusion. For the reasons stated, Vitol's motion to quash in  
7 case No. 24-1492 is granted in part; and Vega's motion to  
8 compel in case No. 24-2628 is granted in part.

9                   For the -- what I gather to be a looming fight over  
10 some depositions, I'll just let people know that I'd be  
11 interested in knowing whether a deposition is more burdensome  
12 than producing documents or whether there is some way for a  
13 deposition without documents, of some kind of sophisticated  
14 market participant who can explain what they thought was going  
15 on with this contract, might be simpler than digging through  
16 documents.

17                  That's just a thought that crossed my mind. And I  
18 think it's probably easy for me to say because I don't have to  
19 prep a witness for a deposition, and I don't have to prepare to  
20 take or defend a deposition, but I thought I would throw that  
21 out there while I had everybody on the phone this morning.

22                  I think -- let me ask Vega, are there looming  
23 discovery motions coming my way?

24                  MR. KELLY: Your Honor, yes, there are.

25                  BP Products North America, Inc. has filed a motion to

1 quash a deposition subpoena in the Northern District of  
2 Illinois.

3 The motion was assigned to Judge Pacold, and we have  
4 reached an agreement with BP Products that we would move to  
5 reassign the case to Your Honor, with a proposed briefing  
6 schedule for that case.

7 And then the second motion to quash has been filed in  
8 the Southern District of Texas. It was filed on Friday. And  
9 we've reached an agreement with Shell Trading (U.S.) Company  
10 that that motion will be transferred to the Northern District  
11 of Illinois. And we hope to file the unopposed motion to  
12 transfer this week, so it will probably show up in court, I  
13 assume, sometime next week. And we can go through the same  
14 process with moving to reassign it to the Court if it's  
15 assigned to another judge in the district.

16 THE COURT: That's all fine. I will keep my eye out  
17 for that motion practice.

18 And you can anticipate that the motions to reassign  
19 will be granted and I'll take those motions.

20 And you can also anticipate that I'll agree to  
21 whatever agreed briefing schedule the parties have worked out.

22 Let me ask plaintiff's counsel if there's anything --  
23 since we're all together this morning, if there's anything I  
24 can help you with this morning?

25 MR. McGRATH: Not from the plaintiffs, Your Honor.

1 Thank you.

2 THE COURT: From Vega and Defendant Spires'  
3 perspective, anything else you'd like to raise with me?

4 MR. KELLY: Nothing further. Thank you, Your Honor.

5 THE COURT: On behalf of the Trader defendants, is  
6 there anything you'd like to raise?

7 MR. MAZUR: No. Thank you, Your Honor.

8 THE COURT: Thank you, everyone, for calling in.

9 We are in recess.

10 (Proceedings concluded.)

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## C E R T I F I C A T E

I, Colleen M. Conway, do hereby certify that the foregoing is a complete, true, and accurate transcript of the Motion Hearing and Ruling proceedings had in the above-entitled case before the HONORABLE MANISH S. SHAH, one of the Judges of said Court, at Chicago, Illinois, on May 30, 2024.

*/s/ Colleen M. Conway, CSR, RMR, CRR*      05/30/2024

Official Court Reporter  
United States District Court  
Northern District of Illinois  
Eastern Division

Date